

KING & SPALDING LLP
1185 Avenue of the Americas
New York, New York 10036
Telephone: (212) 556-2100
Facsimile: (212) 556-2222
Arthur Steinberg
Scott Davidson

KIRKLAND & ELLIS LLP
300 North LaSalle
Chicago, IL 60654
Telephone: (312) 862-2000
Facsimile: (312) 862-2200
Richard C. Godfrey, P.C. (admitted *pro hac vice*)
Andrew B. Bloomer, P.C. (admitted *pro hac vice*)

Attorneys for General Motors LLC

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re	:	Chapter 11
	:	
MOTORS LIQUIDATION COMPANY, <i>et al.</i> ,	:	Case No.: 09-50026 (REG)
f/k/a General Motors Corp., <i>et al.</i>	:	
	:	
Debtors.	:	(Jointly Administered)
-----X		

**APPELLANT'S STATEMENT OF ISSUES
TO BE PRESENTED ON APPEAL AND DESIGNATION
OF ITEMS TO BE INCLUDED IN THE RECORD ON APPEAL**

Pursuant to Rule 8009(a) of the Federal Rules of Bankruptcy Procedure, General Motors LLC ("**New GM**"), as Appellant, submits this statement of the issues to be presented on appeal, and designation of items to be included in the record on appeal in connection with New GM's Notice of Appeal [Dkt. No. 13463] filed September 22, 2015.

I. Statement of Issues to be Presented on Appeal

The issues to be presented on appeal are:

A. Whether the Bankruptcy Court erred in finding that New GM's inadvertent reference to the June 26 Version¹ of the Amended and Restated Master Sale and Purchase Agreement ("**Sale Agreement**") in its original Notice of Removal and original Answer in the Pillars Lawsuit constitutes a "judicial admission" where (i) the inadvertent reference was made only because the Pillars Lawsuit was filed in violation of the Bankruptcy Court's 2009 Sale Order and Injunction; (ii) the Bankruptcy Court ruled that, if not for the inadvertent reference to the June 26 Version, the June 30 Version was controlling and thus, the Pillars Lawsuit would be barred by its *Deutsch* decision; (iii) the June 30 Version of the Sale Agreement governs the Pillars Lawsuit (as it does for all other persons and entities), regardless of any inadvertent reference to the June 26 Version; and (iv) the Michigan District Court granted New GM leave to amend the original Notice of Removal and the original Answer, and such pleadings were amended, which nullified any possible "judicial admission" by New GM arising from the original pleadings (since superseded)—as a result, the June 30 Version was controlling, the *Deutsch* precedent was directly applicable, and the Pillars Lawsuit should have remained stayed pursuant to the Judgment.

B. Whether the Bankruptcy Court erred in (i) finding that the amendments to the original Notice of Removal and the original Answer, made *after* the Bankruptcy Court's July 29, 2015 Order, did not constitute "new evidence" for purposes of reconsideration of the July 29, 2015 Order; and (ii) failing to address New GM's argument that reconsideration of the July 29, 2015 Order should be granted to prevent manifest injustice, since by virtue of the amendments to

¹ Capitalized terms not otherwise defined herein shall have the meanings ascribed to them in the Decision and Order on Motion to Reconsider and Amend entered by the Bankruptcy Court on September 9, 2015 [Dkt. No. 13427].

the pleadings, that was authorized by the Michigan District Court, the June 30 Version was controlling, the *Deutsch* precedent was directly applicable.

II. Designation of Items to be Included in Record on Appeal

New GM, as Appellant, submits the following designation of items to be included in the record on appeal (including any exhibit, annex, appendix or addendum thereto):

<u>Item No.</u>	<u>Date Filed</u>	<u>Title</u>	<u>Dkt. No.</u>
1.	7/05/2009	Order (I) Authorizing Sale Of Assets Pursuant To Amended And Restated Master Sale And Purchase Agreement With NGMCO, Inc., A U.S. Treasury-Sponsored Purchaser; (II) Authorizing Assumption And Assignment Of Certain Executory Contracts And Unexpired Leases In Connection With The Sale; And (III) Granting Related Relief	2968
2.	1/05/2011	Decision On New GM's Motion To Enforce Section 363 Order With Respect To Product Liability Claim Of Estate Of Beverly Deutsch (" <u>Deutsch Decision</u> ") ²	8383
3.	4/15/2015	Decision On Motion To Enforce Sale Order	13109
4.	5/28/2015	Benjamin Pillars No Stay Pleading	13166
5.	6/01/2015	Judgment	13177
6.	6/8/2015	Response By General Motors LLC To Benjamin Pillars' No Stay Pleading	13191
7.	6/23/2015	Benjamin Pillars Objection Pleading	13238
8.	6/23/2015	Benjamin Pillars No Dismissal Pleading	13239
9.	7/09/2015	Omnibus Response By General Motors LLC To Benjamin Pillars' Objection Pleading and No Dismissal Pleading	13283
10.	7/16/2015	Transcript Regarding Hearing Held On July 16, 2015 (" <u>July 16 Transcript</u> ") ³	13399
11.	7/29/2015	Order Regarding Benjamin Pillars' No Stay Pleading And Related Pleadings (" <u>Pillars Order</u> ")	13328
12.	8/11/2015	Notice Of Motion And Motion By General Motors LLC, Pursuant To Rules 7052 And 9023 Of The Federal Rules Of Bankruptcy Procedure, And Local Bankruptcy Rule 9023-1, For Relief From And To Reconsider The Courts Order Dated July 29, 2015	13360
13.	8/27/2015	Benjamin Pillars Response In Opposition To The Motion By General Motors LLC, Pursuant To Rules 7052 And 9023 Of The Federal Rules Of Bankruptcy Procedure, And Local Bankruptcy Rule 9023-1 For Relief From And To Reconsider The Court's	13397

² The *Deutsch* Decision is published as *In re Motors Liquidation Co.*, 447 B.R. 142 (Bankr. S.D.N.Y. 2011).

³ A copy of the July 16 Transcript is attached to the *Order Regarding Benjamin Pillars' No Stay Pleading And Related Pleadings*, referenced in item 11 of the Designation of Record above.

<u>Item No.</u>	<u>Date Filed</u>	<u>Title</u>	<u>Dkt. No.</u>
		Order Dated July 29, 2015	
14.	9/04/2015	Reply By General Motors LLC To The Opposition To The Motion, Pursuant To Rules 7052 And 9023 Of The Federal Rules Of Bankruptcy Procedure, And Local Bankruptcy Rule 9023-1, For Relief From And To Reconsider The Court's Order Dated July 29, 2015	13425
15.	9/09/2015	Decision And Order On Motion To Reconsider And Amend (<u>"Reconsideration Order"</u>)	13427
16.	9/22/2015	Notice of Appeal filed by New GM with respect to the Pillars Order and Reconsideration Order	13463

Dated: New York, New York
October 6, 2015

Respectfully submitted,

_____/s/ Arthur Steinberg_____
Arthur Steinberg
Scott Davidson
KING & SPALDING LLP
1185 Avenue of the Americas
New York, New York 10036
Telephone: (212) 556-2100
Facsimile: (212) 556-2222

-and-

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300 North LaSalle
Chicago, IL 60654
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